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10 Attorneys for Defendant
11 GROUPME, INC.

12 UNITED STATES DISTRICT COURT
13 NORTHERN DISTRICT OF CALIFORNIA
14 OAKLAND DIVISION

15 BRIAN GLAUSER, individually and on behalf
of a class of similarly situated individuals,

16 Plaintiffs,

17 v.

18 GROUPME, INC., a Delaware corporation,

19 Defendant.
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CASE NO. 4:11-cv-02584-PJH

**DECLARATION OF AMEER BADRI IN
SUPPORT OF DEFENDANT'S MOTION
FOR SUMMARY JUDGMENT**

DECLARATION OF AMEER BADRI

I, Ameer Badri, declare:

1. I am a Solutions Architect at Twilio, Inc. ("Twilio"). I have personal knowledge of the facts stated herein, or rely on Twilio's business records, and can testify to such facts if called upon to do so.

2. I have worked for Twilio since September 2012, and have direct knowledge of Twilio's messaging product line, including the technical aspects of Twilio's transmission service. I require this knowledge so that I can effectively provide information to customers on how Twilio's Application Program Interface ("API") works so that the customers can write code that integrates Twilio's API into the application created by the customer. I submit this declaration to explain Twilio's transmission services.

3. Twilio was founded in 2007 as an Internet-based cloud communications company. Since it was founded, Twilio has provided an API to business customers whose developers use the API to create applications and programs. An API is a software language and message format used to communicate with an operating system or other application programs. APIs are typically pre-fabricated blocks of software code which perform certain low-level, but crucial functions.

4. Twilio's API acts as a conduit between the traditional telecommunications infrastructure and users of applications developed to transmit messages via Twilio's API. When Twilio receives information from applications utilizing the Twilio API, Twilio forwards that information without alteration either directly to downstream telecommunications carriers or to so-called aggregators. Aggregators facilitate the transmission of information from Twilio to downstream telecommunications carriers.

5. Twilio's API assists its application-developer customers by allowing integration of voice calling and text messaging capabilities with existing programming languages. Developers can create new applications or add features to existing products to allow users of those applications to make and receive phone calls and text messages. Twilio's API standing alone does not function as a communications program. Rather, the API is simply the building block of the application created and used by Twilio's customers to enable message transmission. In other

1 words, Twilio's API is not a finished product.

2 6. Twilio's API plays no part in generating, storing or influencing the telephone
3 numbers that are called by users of applications that incorporate Twilio's API in order to transmit
4 messages. Twilio thus does not choose or influence which telephone numbers are called through
5 any application incorporating Twilio's API.

6 7. Twilio does not provide its customers, including GroupMe, Inc. ("GroupMe"),
7 with equipment that has the capacity to store or produce telephone numbers using a random or
8 sequential number generator to dial such numbers. Twilio neither provides nor utilizes such
9 equipment for the transmission services Twilio provides its customers. Instead, and as stated
10 above, Twilio provides its customers, including GroupMe, with an API -- or lines of software
11 code -- that enables message transmission and access to transmission services.

12 8. Twilio does not provide or change the content or the telephone numbers provided
13 to be called for any message transmitted via Twilio's API. Nor does Twilio store or generate any
14 numbers to be called. Twilio does not utilize a number generator in connection with its
15 transmission service, and its transmission service does not have the capacity to generate random
16 or sequential numbers to be called. Twilio provides, and since at least April 2011 has provided,
17 GroupMe an API as described above. As provided by Twilio, the API lacks the ability to
18 generate random or sequential telephone numbers to be dialed.

19 9. In sum, both the content of the message and the telephone numbers of the message
20 recipient(s) have already been selected by the application user before this information reaches
21 Twilio and Twilio simply passes this information along to the downstream entities that are
22 ultimately responsible for delivering the message. The lines of software code contained in
23 Twilio's API have no role in influencing or producing the telephone numbers that the application
24 user selects to be called, as the API simply enables message transmission. The core function of
25 Twilio's API as used by GroupMe is, and always has been, merely to route messages directed by
26 others.

1 I declare under penalty of perjury that the foregoing is true and correct under the laws of
2 the United States of America.

3 Executed this 24th day of April, 2014, in San Francisco, California.

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Ameer Badri
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